

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

----- X
BISON CAPITAL CORPORATION,
Plaintiff,

-against-

ATP OIL & GAS CORPORATION,
Defendant.
----- X

: 10 CV 714 (SHS) (AJP)

: ECF CASE

: **REPLY DECLARATION**
: **OF GERALD G. PAUL**
:

GERALD G. PAUL, hereby declares, under penalty of perjury pursuant to 28 U.S.C. § 1746, as follows:

1. I am a member of the Bar of this Court and of the law firm Flemming Zulack Williamson Zauderer LLP, New York counsel for defendant ATP Oil & Gas Corporation (“ATP”). I submit this reply declaration in further support of ATP’s motion, pursuant to Rule 12(b)(6) of the Federal Rules of Civil Procedure, to dismiss Counts III through XIII of the Amended Complaint.

2. Annexed as Exhibit A is a letter, dated October 15, 2004, from Edwin E. Wells, Jr., President of plaintiff Bison Capital Corporation, to Jerry Schlieff, former Senior Vice President of defendant ATP.

3. I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York
May 3, 2010

/S/
GERALD G. PAUL